COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF CITIPOWER, LLC FOR APPROVAL OF REORGANIZATION PROPOSAL

CASE NO

2004-00444

ORDER

This matter arising upon the motion of the Attorney General of the Commonwealth

of Kentucky, by and through his Office of Rate Intervention ("Attorney General"), filed

December 14, 2004, pursuant to KRS 367.150(8), for full intervention, such intervention

being authorized by statute, and this Commission being otherwise sufficiently advised,

IT IS HEREBY ORDERED that the motion is granted, and the Attorney General is

hereby made a party to these proceedings.

Done at Frankfort, Kentucky, this 21st day of December, 2004.

By the Commission

ATTEST:

Executive Director